

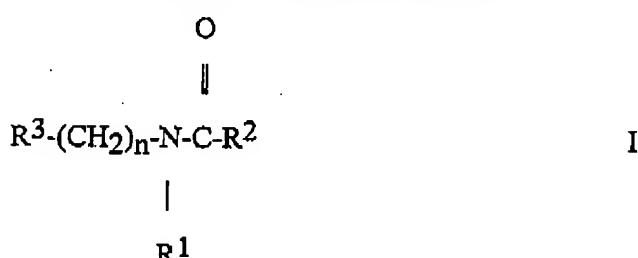
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AMENDMENTS TO THE CLAIMS

Please amend the claims as follows:

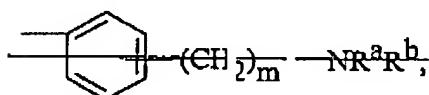
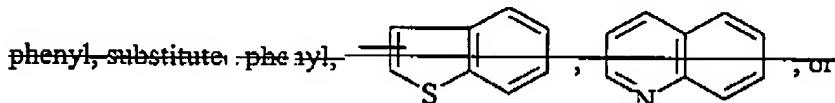
Claim 1.(currently amended)

A compound having the Formula I



wherein

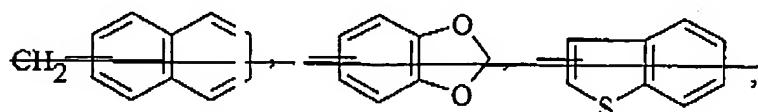
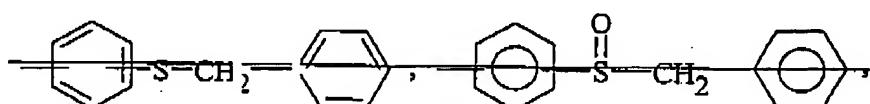
$\text{R}^1$  is pyridyl[[.]]- $\text{CH}_2$  pyridyl[[.]] or substituted pyridyl[[.]] - $\text{CH}_2$ -substituted pyridyl,



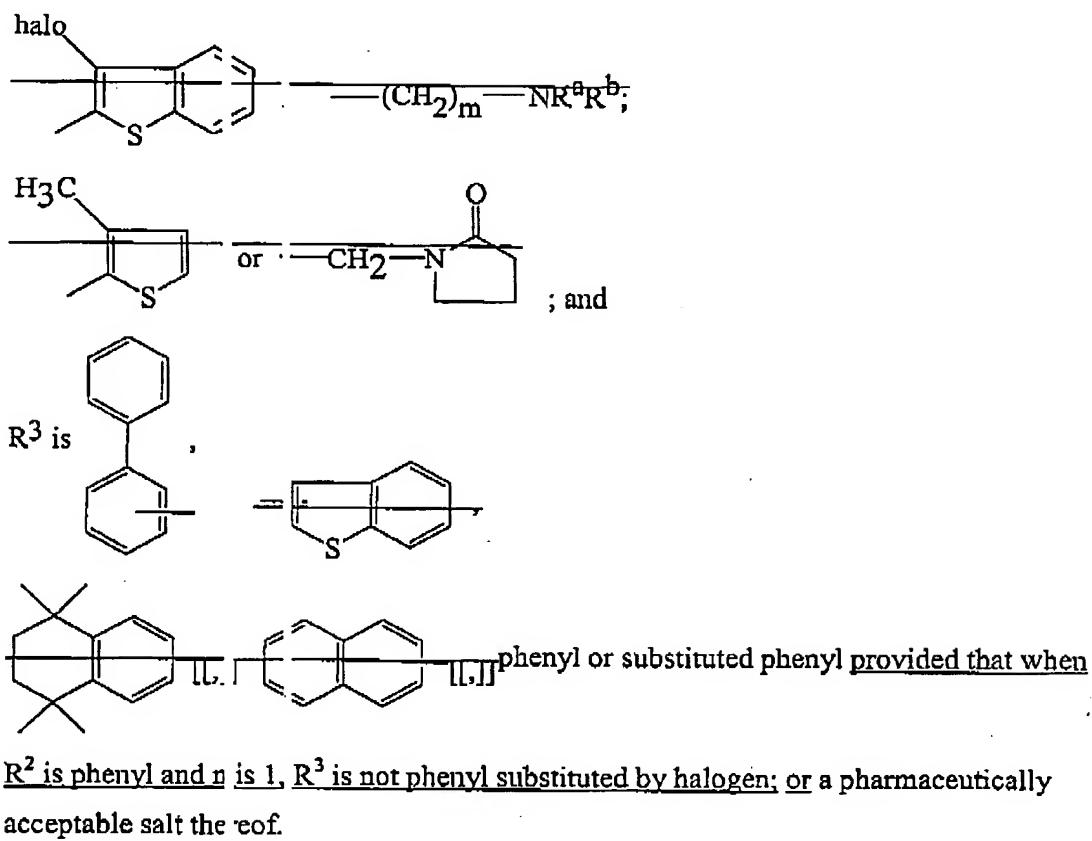
each  $\text{R}^{\text{a}}$  and  $\text{R}^{\text{b}}$  are independently hydrogen or C<sub>1</sub>-C<sub>6</sub> alky;

$m$  is 0 to 4;

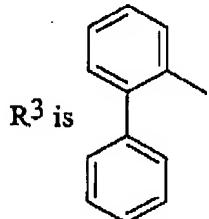
$n$  is [[0,]] 1[[.]] or 2;



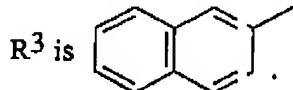
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Claim 2.(original) A compound in accordance with Claim 1 wherein



Claim 3.(withdrawn) A compound in accordance with Claim 1 wherein



Claim 4.(currently amended) A compound in accordance with Claim 1 wherein

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R<sup>1</sup> is pyridyl[[,]] or ~~H<sub>2</sub>-pyridyl~~.

Claim 5.(currently amended) A compound in accordance with Claim 1 wherein

R<sup>1</sup> is substituted benzyl or substituted pyridyl.

Claim 6.(currently amended) A compound in accordance with Claim 1 wherein

R<sup>2</sup> is OC<sub>2</sub>alkyl- substituted phenyl[[,]] or phenyl.

Claim 7.(canceled)

Claim 8.(withdrawn) The compounds:

2-Benzylsulfanilic-N-(4-methoxy-benzyl)-N-(4-methoxy-phenyl)-benzamide;  
N-(3,5-Di-tert-butyl-benzyl)-3,4-dimethoxy-N-phenyl-benzamide;  
N-(3,5-Bis(trifluoromethyl-benzyl)-3,4-dimethoxy-N-phenyl-benzamide;  
N-(3,5-Diisopropyl-benzyl)-3,4-dimethoxy-N-phenyl-benzamide;  
3,4-Dimethoxy-N-(4-methoxy-benzyl)-N-phenyl-benzamide;  
3,4-Dimethoxy-N-(3-methoxy-benzyl)-N-phenyl-benzamide;  
N-(3,4-Dichloro-benzyl)-3,4-dimethoxy-N-phenyl-benzamide;  
3,4-Dimethoxy-N-naphthalen-2-ylmethyl-N-phenyl-benzamide;  
N-(4-tert-Butyl-benzyl)-3,4-dimethoxy-N-phenyl-benzamide; and  
N-Biphenyl-2-yl methyl-3,4-dimethoxy-N-phenyl-benzamide.

Claim 9.(withdrawn) The compounds:

N-(3,4-Dichloro-benzyl)-N-(2-methoxy-phenyl)-benzamide;  
N-(3,5-Di-tert-butyl-benzyl)-N-[4-(3-diethylamino-propyl)-phenyl]-benzamide;  
N-(3,5-Bis(2-fluoromethyl-benzyl)-N-[4-(3-diethylamino-propyl)-phenyl]-benzamide;  
N-(3,5-Dibromo-benzyl)-N-[4-(3-diethylamino-propyl)-phenyl]-benzamide;  
N-[4-(3-Diethylamino-propyl)-phenyl]-N-(4-methoxy-benzyl)-benzamide;  
N-[4-(3-Diethylamino-propyl)-phenyl]-N-(3-methoxy-benzyl)-benzamide;

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*N*-(3,4-Dicloro-benzyl)-*N*-[4-(3-diethylamino-propyl)-phenyl]-benzamide;  
*N*-[4-(3-Dimethylamino-propyl)-phenyl]-*N*-naphthalen-2-ylmethyl-benzamide;  
*N*-Biphenyl-2-yl methyl-*N*-[4-(3-diethylamino-propyl)-phenyl]-benzamide; and  
3-Methyl-tetrahydro-2-carboxylic acid (4-iodo-phenyl)-(5,5,8,8-tetramethyl-5,6,7,8-tetrahydronaphthalen-2-ylmethyl)-amide.

Claim 10.(withdrawn) The compounds:

*N*-(4-Methoxy-benzyl)-*N*-phenyl-benzamide;  
*N*-(3-Methoxy-benzyl)-*N*-phenyl-benzamide;  
3,4,5-Triethoxy-*N*-naphthalen-2-ylmethyl-*N*-quinolin-3-yl-benzamide;  
*N*-(4-tert-Butyl benzyl)-3,4,5-trimethoxy-*N*-quinolin-3-yl-benzamide;  
*N*-Biphenyl-2-ylmethyl-3,4,5-trimethoxy-*N*-quinolin-3-yl-benzamide;  
3,4,5-Triethoxy-*N*-(6-methoxy-pyridin-3-yl)-*N*-(5,5,8,8-tetramethyl-5,6,7,8-tetrahydro-naphthalen-2-ylmethyl)-benzamide;  
*N*-(3,5-Di-tert-butyl-benzyl)-3,4,5-trimethoxy-*N*-(6-methoxy-pyridin-3-yl)-benzamide  
*N*-(3,4-Dichloro-benzyl)-3,4,5-trimethoxy-*N*-(6-methoxy-pyridin-3-yl)-benzamide  
4-Isopropylpyridin-3-yl-*N*-(5,5,8,8-tetramethyl-5,6,7,8-tetrahydro-naphthalen-2-ylmethyl)-benzamide; and  
4-Isopropyl-*N*-(3-methoxy-benzyl)-*N*-pyridin-3-yl-benzamide.

Claim 11.(withdrawn) The compounds:

4-Isopropyl-*N*-naphthalen-2-ylmethyl-*N*-pyridin-3-yl-benzamide;  
*N*-(4-tert-Butyl benzyl)-4-isopropyl-*N*-pyridin-3-yl-benzamide;  
*N*-Biphenyl-2-ylmethyl-4-isopropyl-*N*-pyridin-3-yl-benzamide;  
2-Ethoxy-*N*-pyridin-3-yl-*N*-(5,5,8,8-tetramethyl-5,6,7,8-tetrahydro-naphthalen-2-ylmethyl)-benzamide;  
*N*-(3,5-Di-tert-butyl-benzyl)-2-ethoxy-*N*-pyridin-3-yl-benzamide;  
*N*-(3,5-Dibromo-benzyl)-2-ethoxy-*N*-pyridin-3-yl-benzamide;  
2-Ethoxy-*N*-(4-methoxy-benzyl)-*N*-pyridin-3-yl-benzamide;

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2-Ethoxy- *N*-(3-methoxy-benzyl)-*N*-pyridin-3-yl-benzamide;  
*N*-(3,4-Di-chloro-benzyl)-2-ethoxy-*N*-pyridin-3-yl-benzamide; and  
2-Ethoxy- *N*-naphthalen-2-ylmethyl-*N*-pyridin-3-yl-benzamide.

Claim 12.(original) The compounds:

*N*-(4-tert-butyl-benzyl)-2-ethoxy-*N*-pyridin-3-yl-benzamide;  
*N*-Biphenyl-2-ylmethyl-2-ethoxy-*N*-pyridin-3-yl-benzamide;  
*N*-(6-Butoxy-pyridin-3-yl)-2-diethylamino-*N*-(5,5,8,8-tetramethyl-5,6,7,8-tetrahydro naphthalen-2-ylmethyl)-acetamide;  
*N*-(6-Butoxy-pyridin-3-yl)-*N*-(4-tert-butyl-benzyl)-2-diethylamino-acetamide;  
*N*-Biphenyl-2-ylmethyl-*N*-(6-butoxy-pyridin-3-yl)-2-diethylamino-acetamide;  
*N*-(2-Methoxy-phenyl)-*N*-naphthalen-2-ylmethyl-benzamide;  
*N*-(4-Methoxy-benzyl)-*N*-(2-methoxy-phenyl)-benzamide;  
*N*-(3-Methoxy-benzyl)-*N*-(2-methoxy-phenyl)-benzamide;  
*N*-Biphenyl-2-ylmethyl-*N*-(2-methoxy-phenyl)-benzamide; and  
*N*-[4-(3-Dimethylamino-propyl)-phenyl]-*N*-(5,5,8,8-tetramethyl-5,6,7,8-tetrahydro-naphthalen-2-ylmethyl)-benzamide.

Claim 13.(withdrawn) The compounds:

*N*-Biphenyl-2-ylmethyl-2-ethoxy-*N*-(6-methoxy-pyridin-3-yl)-benzamide;  
*N*-Biphenyl-2-ylmethyl-2-methoxy-*N*-(6-methoxy-pyridin-3-yl)-benzamide;  
*N*-Biphenyl-2-ylmethyl-2-methoxy-*N*-pyridin-3-ylmethyl-benzamide;  
Benzo[b]thiophene-2-carboxylic acid biphenyl-2-ylmethyl-pyridin-4-yl-amide;  
*N*-Biphenyl-2-ylmethyl-*N*-(6-methoxy-pyridin-3-yl)-2-nitro-benzamide;  
*N*-Biphenyl-2-ylmethyl-4-ethoxy-*N*-(6-methoxy-pyridin-3-yl)-benzamide;  
*N*-Biphenyl-2-ylmethyl-2-ethoxy-*N*-pyridin-3-ylmethyl-benzamide;  
Benzo[1,3]dioxole-4-carboxylic acid biphenyl-2-ylmethyl-pyridin-3-ylmethyl-amide;  
*N*-Biphenyl-2-ylmethyl-2-bromo-*N*-pyridin-3-ylmethyl-benzamide; and  
3-Chloro-benzo[1,3]thiophene-2-carboxylic acid biphenyl-2-ylmethyl-pyridin-3-ylmethyl-*N*-methyl-*N*-oxide.

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## Claim 14.(original) The compounds:

*N*-Biphenyl-2-ylmethyl-2-nitro-*N*-pyridin-3-ylmethyl-benzamide;  
*2*-Benzylcycloxy-*N*-biphenyl-2-ylmethyl-*N*-pyridin-3-ylmethyl-benzamide;  
*N*-Biphenyl-2-ylmethyl-4-ethoxy-*N*-pyridin-3-ylmethyl-benzamide;  
*N*-Biphenyl-2-ylmethyl-4-methoxy-*N*-(4-methoxy-phenyl)-benzamide;  
*N*-Biphenyl-2-ylmethyl-2-ethoxy-*N*-(4-methoxy-phenyl)-benzamide;  
Benzo[1,3]dioxole-5-carboxylic acid biphenyl-2-ylmethyl-(4-methoxy-phenyl)-amide;  
*N*-Biphenyl-2-ylmethyl-2,4-dimethoxy-*N*-(4-methoxy-phenyl)-benzamide;  
2-Benzylcycloxy-*N*-biphenyl-2-ylmethyl-*N*-(4-methoxy-phenyl)-benzamide;  
*N*-Biphenyl-2-ylmethyl-2-bromo-*N*-(4-methoxy-phenyl)-benzamide; and  
Benzo[1,3]dioxole-4-carboxylic acid biphenyl-2-ylmethyl-(6-methoxy-pyridin-3-yl)-amide.

## Claim 15.(original) The compounds:

*N*-Biphenyl-2-ylmethyl-2-ethoxy-*N*-pyridin-2-yl-benzamide;  
*N*-Biphenyl-2-ylmethyl-2-bromo-*N*-pyridin-2-yl-benzamide;  
*N*-Biphenyl-2-ylmethyl-2-nitro-*N*-pyridin-2-yl-benzamide;  
2-Benzylcycloxy-*N*-biphenyl-2-ylmethyl-*N*-pyridin-2-yl-benzamide;  
*N*-Biphenyl-2-ylmethyl-2-bromo-*N*-pyridin-3-yl-benzamide;  
3-Chloro-benzo[b]thiophene-2-carboxylic acid biphenyl-2-ylmethyl-pyridin-3-yl-amide;  
Benzo[b]thiophene-2-carboxylic acid biphenyl-2-ylmethyl-pyridin-3-yl-amide;  
*N*-Biphenyl-2-ylmethyl-2-nitro-*N*-pyridin-3-yl-benzamide;  
*N*-Biphenyl-2-ylmethyl-2-ethoxy-*N*-pyridin-4-yl-benzamide; and  
*N*-Biphenyl-2-ylmethyl-2-methoxy-*N*-pyridin-4-yl-benzamide.

## Claim 16.(original) The compounds:

Benzo[1,3]dioxole-4-carboxylic acid biphenyl-2-ylmethyl-pyridin-4-yl-amide;  
*N*-Biphenyl-2-ylmethyl-2-bromo-*N*-pyridin-4-yl-benzamide;

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*N*-Biphenyl-2-ylmethyl-2-nitro-*N*-pyridin-4-yl-benzamide;  
*2*-Benzylcycloxy-*N*-biphenyl-2-ylmethyl-*N*-pyridin-4-yl-benzamide;  
*N*-Biphenyl-2-ylmethyl-4-ethoxy-*N*-pyridin-4-yl-benzamide;  
Benzo[b]thiophene-2-carboxylic acid biphenyl-2-ylmethyl-pyridin-3-ylmethylamide;  
*N*-Biphenyl-2-ylmethyl-*N*-(4-methoxy-phenyl)-2-methylsulfanyl-benzamide;  
*N*-Biphenyl-2-ylmethyl-2-isopropylsulfanyl-*N*-(4-methoxy-phenyl)-benzamide;  
*N*-Biphenyl-2-ylmethyl-*N*-(3-methoxy-phenyl)-2-propylsulfanyl-benzamide; and  
*N*-Biphenyl-2-ylmethyl-*N*-(3-methoxy-phenyl)-2-methylsulfanyl-benzamide.

Claim 17.(withdrawn) The compounds:

*N*-Biphenyl-2-ylmethyl-2-isopropylsulfanyl-*N*-(3-methoxy-phenyl)-benzamide;  
2-Benzylsulfanilyl-*N*-biphenyl-2-ylmethyl-*N*-(3-methoxy-phenyl)-benzamide;  
2-Benzylsulfanilyl-*N*-biphenyl-2-ylmethyl-*N*-(4-chloro-phenyl)-benzamide;  
*N*-Biphenyl-2-ylmethyl-*N*-(3,4-dimethoxy-phenyl)-2-propylsulfanyl-benzamide;  
*N*-Biphenyl-2-ylmethyl-*N*-(3,4-dimethoxy-phenyl)-2-methylsulfanyl-benzamide;  
*N*-Biphenyl-2-ylmethyl-*N*-(3,4-dimethoxy-phenyl)-2-isopropylsulfanyl-benzamide;  
*N*-Biphenyl-2-ylmethyl-*N*-(3,4-dimethoxy-phenyl)-3-phenylsulfanyl-benzamide;  
2-Benzylsulfanilyl-*N*-biphenyl-2-ylmethyl-*N*-(3,4-dimethoxy-phenyl)-benzamide;  
*N*-Biphenyl-2-ylmethyl-*N*-(4-methoxy-phenyl)-2-(propane-1-sulfinyl)-benzamide; and  
*N*-Biphenyl-2-ylmethyl-*N*-(4-methoxy-phenyl)-2-(propane-2-sulfinyl)-benzamide.

Claim 18.(withdrawn) The compounds:

'2-Benzene sulfonyl-*N*-biphenyl-2-ylmethyl-*N*-(4-chloro-phenyl)-benzamide;  
*N*-Biphenyl-2-ylmethyl-*N*-(3,4-dimethoxy-phenyl)-2-(propane-1-sulfinyl)-benzamide;

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*N*-Biphenyl-2-(1methyl-N-(3,4-dimethoxy-phenyl)-2-(propane-2-sulfinyl)-benzamid; and

*N*-Biphenyl-2-(1methyl-N-(3,4-dimethoxy-phenyl)-2-phenylmethanesulfinyl)-.

Claim 19.(currently amer ded) A pharmaceutical composition comprising a compound of  
Claim 1 in ad-mix ure with a pharmaceutically acceptable carrier.

Claim 20.(currently amer ded) A pharmaceutical composition comprising a compound of  
Claim [[7]]6 in ad mix ure with a pharmaceutically acceptable carrier.

Claim 21.(withdrawn) A method of treating atherosclerosis, the method comprising administering to a patient having or at risk of having atherosclerosis a therapeutically effective amount of a compound of Claim 1.

Claim 22.(withdrawn) A method of treating atherosclerosis, the method comprising administering to a patient having or at risk of having atherosclerosis a therapeutically effective amount of a compound of Claim 7.

Claim 23.(withdrawn) A method of treating restenosis, the method comprising administering to a patient having or at risk of having restenosis a therapeutically effective amount of a compound of Claim 1.

Claim 24.(withdrawn) A method of treating restenosis, the method comprising administering to a patient having or at risk of having restenosis a therapeutically effective amount of a compound of Claim 7.

Claim 25.(withdrawn) A method of treating coronary heart disease, the method comprising administering to a patient having or at risk of having coronary heart disease a therapeutically effective amount of a compound of Claim 1.

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Claim 26.(withdrawn) A method of treating coronary heart disease, the method comprising administering to a patient having or at risk of having coronary heart disease a therapeutically effective amount of a compound of Claim 7.

Claim 27.(withdrawn) A method of treating hyperlipidemia, the method comprising administering to a patient having hyperlipidemia a therapeutically effective amount of a compound of Claim 1.

Claim 28.(withdrawn) A method of treating hyperlipidemia, the method comprising administering to a patient having hyperlipidemia a therapeutically effective amount of a compound of Claim 7.

Claim 29.(withdrawn). A method of treating hyperlipoproteinemia, the method comprising administering to a patient having hyperlipoproteinemia a therapeutically effective amount of a compound of Claim 1.

Claim 30.(withdrawn). A method of treating hyperlipoproteinemia, the method comprising administering to a patient having hyperlipoproteinemia a therapeutically effective amount of a compound of Claim 7.

Claim 31.(withdrawn). A method of treating hypercholesterolemia, the method comprising administering to a patient having hypercholesterolemia a therapeutically effective amount of a compound of Claim 1.

Claim 32. (withdrawn) A method of treating hypercholesterolemia, the method comprising administering to a patient having hypercholesterolemia a therapeutically effective amount of a compound of Claim 7.

Claim 33.(withdrawn) A method of treating hypertriglyceridemia, the method comprising administering to a patient having hypertriglyceridemia a therapeutically effective amount of a compound of Claim 1.

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Claim 34.(withdrawn) A method of treating hypertriglyceridemia, the method comprising administering to a patient having hypertriglyceridemia a therapeutically effective amount of a compound of Claim 7.

Claim 35.(withdrawn) A method of treating obesity, the method comprising administering to an obese patient a therapeutically effective amount of a compound of Claim 1.

Claim 36.(withdrawn) A method of treating obesity, the method comprising administering to an obese patient a therapeutically effective amount of a compound of Claim 7.

Claim 37.(withdrawn) A method of lowering plasma concentrations of apoB containing lipoproteins, the method comprising administering to a patient in need of lowering of apoB containing lipoproteins in plasma a therapeutically effective amount of a compound of Claim 1.

Claim 38.(withdrawn) A method of lowering plasma concentrations of apoB containing lipoproteins, the method comprising administering to a patient in need of lowering of apoB containing lipoproteins in plasma a therapeutically effective amount of a compound of Claim 7.

Claim 39.(withdrawn) A method of lowering the plasma concentration of Lp(a), the method comprising administering to a patient in need of Lp(a) lowering a therapeutically effective amount of a compound of Claim 1.

Claim 40.(withdrawn) A method of lowering the plasma concentration of Lp(a), the method comprising administering to a patient in need of Lp(a) lowering a therapeutically effective amount of a compound of Claim 7.

Claim 41.(withdrawn) A method of lowering the plasma concentration of LDL, the method comprising administering to a patient in need of LDL lowering a therapeutically effective amount of a compound of Claim 1.

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Claim 42.(withdrawn) A method of lowering the plasma concentration of LDL, the method comprising administering to a patient in need of LDL lowering a therapeutically effective amount of a compound of Claim 7.

Claim 43.(withdrawn) A method of lowering the plasma concentration of triglycerides, the method comprising administering to a patient in need of triglyceride lowering a therapeutically effective amount of a compound of Claim 1.

Claim 44.(withdrawn) A method of lowering the plasma concentration of triglycerides, the method comprising administering to a patient in need of triglyceride lowering a therapeutically effective amount of a compound of Claim 7.